

Circuit City II
Exhibit 3.1(c)

Merchandise Threshold Schedule

Cost Value	Adjustment Points	Adjusted Guaranty
1,350,000,000	0.35%	60.95%
1,345,000,000	0.35%	61.30%
1,340,000,000	0.35%	61.65%
1,335,000,000	0.35%	62.00%
1,330,000,000	0.35%	62.35%
1,325,000,000	0.35%	62.70%
1,320,000,000	0.35%	63.05%
1,315,000,000	0.35%	63.40%
1,310,000,000	0.35%	63.75%
1,305,000,000	0.35%	64.10%
1,300,000,000	0.35%	64.45%
1,295,000,000	0.30%	64.80%
1,290,000,000	0.30%	65.10%
1,285,000,000	0.30%	65.40%
1,280,000,000	0.30%	65.70%
1,275,000,000	0.30%	66.00%
1,270,000,000	0.30%	66.30%
1,265,000,000	0.30%	66.60%
1,260,000,000	0.30%	66.90%
1,255,000,000	0.30%	67.20%
1,250,000,000		67.50%
1,050,000,000		67.50%
1,045,000,000	0.20%	67.30%
1,040,000,000	0.20%	67.10%
1,035,000,000	0.20%	66.90%
1,030,000,000	0.20%	66.70%
1,025,000,000	0.20%	66.50%
1,020,000,000	0.20%	66.30%
1,015,000,000	0.20%	66.10%
1,010,000,000	0.20%	65.90%
1,005,000,000	0.20%	65.70%
1,000,000,000	0.20%	65.50%
995,000,000	0.23%	65.27%
990,000,000	0.23%	65.04%
985,000,000	0.23%	64.81%
980,000,000	0.23%	64.58%
975,000,000	0.23%	64.35%
970,000,000	0.23%	64.12%
965,000,000	0.23%	63.89%
960,000,000	0.23%	63.66%
955,000,000	0.23%	63.43%
950,000,000	0.23%	63.20%

Note(s):

- Adjustments between the increments shall be on a prorata basis.*
- Adjustments below \$950,000,000 & above \$1,350,000,000 to be mutually agreed upon.*